

ENTERED

December 26, 2023

Nathan Ochsner, Clerk

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re**CORE SCIENTIFIC, INC.,
et al.,****Debtors.¹**§
§
§
§
§
§
§
§**Chapter 11****Case No. 22-90341-CML****(Jointly Administered)**

STIPULATION AND AGREED ORDER

Core Scientific, Inc. and its co-debtors (each a “**Debtor**,” and together, the “**Debtors**”) and Marnoy Interests, Ltd. (“**Claimant**”, and collectively with the Debtors, the “**Parties**”), by and through each of their undersigned counsel, hereby enter into this Stipulation and Agreed Order:

WHEREAS, on December 21, 2022 (“**Petition Date**”), the above-captioned debtors filed voluntary petitions for relief in this Court under chapter 11 title 11 of the United States Code, commencing the above-captioned chapter 11 bankruptcy cases.

WHEREAS, on March 9, 2023, the Court entered its *Order (I) Establishing Deadlines to File Proofs of Claim and (II) Approving Form and Manner of Notice Thereof* [Docket No. 652] (“**Bar Date Order**”). Among other things, the Bar Date Order set a deadline for all persons or entities (excluding governmental units) to file proofs of claim in the Debtors’ cases on or before April 14, 2023 (the “**Claims Bar Date**”).

WHEREAS, on April 14, 2023, Claimant filed its Proof of Claim No. 419 in the amount of \$97,274.07 (the “**Claim**”) against debtor Core Scientific Inc. on account of goods and interior furnishings that were custom-fabricated by Claimant at the request of the Debtors, and which goods and interior furnishing were partly fabricated and delivered within 20 days prior to the Petition Date, as more specifically set forth on the documentation attached to the Claim and incorporated by referenced herein.

WHEREAS, on November 16, 2023, the Debtors filed their *Third Amended Joint Chapter 11 Plan of Core Scientific, Inc. and its Affiliated Debtors* [Docket No. 1438] (as may be further

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Core Scientific Mining LLC (6971); Core Scientific, Inc. (3837); Core Scientific Acquired Mining LLC (6074); Core Scientific Operating Company (5526); Radar Relay, Inc. (0496); Core Scientific Specialty Mining (Oklahoma) LLC (4327); American Property Acquisition, LLC (0825); Starboard Capital LLC (6677); RADAR LLC (5106); American Property Acquisitions I, LLC (9717); and American Property Acquisitions, VII, LLC (3198). The Debtors’ corporate headquarters is 210 Barton Springs Road, Suite 300, Austin, Texas 78704. The Debtors’ service address is 2407 S. Congress Ave, Suite E-101, Austin, TX 78704.

amended from time to time, the “**Plan**”).²

WHEREAS, pursuant to the *Notice of (I) Conditional Approval of Disclosure Statement; (II) Approval of (A) Solicitation and Voting Procedures and (B) Notice Procedures for the Assumption or Rejection of Executory Contracts and Unexpired Leases; (III) Combined Hearing to Consider Final Approval of Disclosure Statement and Confirmation of Plan; and (IV) Establishing Notice and Objection Procedures for Final Approval* [Docket No. 1448], the deadline for creditors to cast ballots in support of confirmation of the Plan is December 13, 2023 at 5:00 p.m. prevailing Central time (the “**Voting Deadline**”).

WHEREAS, on November 22, 2023, the Debtors filed their *Debtors’ First Omnibus Claims Objection to Certain (I) Amended Claims; (II) Exact Duplicative Claims; (III) Beneficial Bondholder Duplicative Claims; (IV) Multiple Debtor Claims; (V) Wrong Debtor Claims; (VI) Late Filed Claims; (VII) Insufficient Documentation Claims; (VIII) Equity Claims; and (IX) Reclassified Claims Based on Priority* [Docket No. 1460] (the “**First Omnibus Objection**”).

WHEREAS, pursuant to the First Omnibus Objection, the Debtors dispute that the Claim was asserted against the estate of the correct Debtor.

WHEREAS, since the filing of the Claim, Claimant has changed its payment address and must amend the payment address reflected on the Claim form.

WHEREAS, the Parties have agreed that the Claim should be resolved by agreement as follows and treated as follows:

IT IS THEREFORE STIPULATED, AGREED AND ORDERED, THAT,

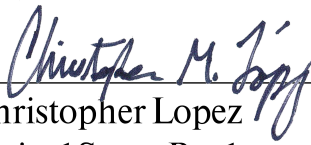
1. This Stipulation and Agreed Order will be effective as of the date the Bankruptcy Court enters an order confirming the Plan (the “**Effective Date**”). Pending the Effective Date of this Stipulation, each of the Parties agrees to be bound by this Stipulation and waives any right to object to approval of it by the Bankruptcy Court. In the event that the Plan is not confirmed, it will be null and void and have no force or effect whatsoever except as may be otherwise agreed in writing by the Parties.
2. The Claim under Proof of Claim No. 419 shall be an Allowed, liquidated, Class 8 General Unsecured Claim under the Plan in the amount of **\$97,274.07** against Debtor Core Scientific Operating Company (the “**Stipulated Claim**”). Other than the Stipulated Claim, Claimant shall have no other claims or proofs of claim against the Debtors or the Debtors’ estates in these chapter 11 cases.
3. The payment address on section 3 of the Claim form shall be updated as follows:

² Capitalized terms not otherwise defined herein shall be given the meaning assigned to them in the Plan.

Marnoy Interests, Ltd.
c/o Steve Marnoy, President
1275 S. Post Oak Lane #2002
Houston, TX 77056
marnoysteve@gmail.com

4. The Claim is deemed amended to conform to the Stipulated Claim, and the Official Claims Agent in these cases is authorized and directed to update the claims register maintained in these cases to reflect the Stipulated Claim.
5. Claimant shall cast its ballot in the amount of the Stipulated Claim in support of confirming the Plan on or before the Voting Deadline.
6. Claimant's Stipulated Claim shall be treated as provided under Article IV of the Plan.
7. The Court shall retain jurisdiction over any and all matters arising from the interpretation or implementation of this Stipulation and Agreed Order.

Signed: December 26, 2023



Christopher Lopez
United States Bankruptcy Judge

STIPULATED AND AGREED TO BY:

**FERGUSON BRASWELL
FRASER KUBASTA PC**

/s/ Rachael L. Smiley

Rachael L. Smiley (Texas Bar No. 24066158)
2500 Dallas Parkway, Suite 600
Plano, Texas 75093
Telephone: 972-378-9111
Facsimile: 972-378-9115
Email: rsmiley@fbfk.law

COUNSEL FOR MARNOY INTERESTS LTD.

-and-

/s/ Alfredo R. Pérez

WEIL, GOTSHAL & MANGES LLP

Alfredo R. Pérez (15776275)
Clifford W. Carlson (2409024)
700 Louisiana Street, Suite 3700
Houston, Texas 77002
Telephone: (713) 546-5000
Facsimile: (713) 224-9511
Email: Alfredo.Perez@weil.com
Clifford.Carlson@weil.com

-and-

WEIL, GOTSHAL & MANGES LLP

Ray C. Schrock (admitted pro hac vice)
Ronit J. Berkovich (admitted pro hac vice)
767 Fifth Avenue
New York, New York 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007
Email: Ray.Schrock@weil.com
Ronit.Berkovich@weil.com

***Attorneys for Debtors
And Debtors in Possession***